

EXHIBIT 1-P



Contract Work Authorization (CWA) Change Order

This is Change Order ("CO") No. 01 to Contract Work Authorization No. C14373 dated 3/20/19 issued under and pursuant to the Blanket Agreement or Master Service Agreement No. C73 (fka 4400011340) dated January 19, 2017 (the "MSA") between the below-named Contractor ("Contractor"), a Delaware Limited Liability Partnership, and Pacific Gas and Electric Company ("PG&E"), a California corporation with its headquarters located at 77 Beale Street, San Francisco, California 94105. Contractor shall perform all Work under this CWA, as amended by this Change Order, pursuant to and in accordance with the terms and conditions of the MSA.

**Contractor's
Legal Name:** KPMG LLP

This Change Order consists of 8 pages.

**Contractor's
Address:** P.O. Box 12001
Dallas, TX 75312

Project Name: Data Security Program 2019/2020 Roadmap Implementation Support

Job Location: Approved PGE Locations

CHANGES: The Parties hereby modify the Contract Work Authorization referenced above as follows:

The Change Order amends Project 4 of the Data Security Program Services "De-identification Tool Deployment for Unstructured Data (2019) and Cloud Environments (2020)" to include expansion of de-identification capabilities to on-premise structured repositories. The Change Order also amends the CWA to include travel expense guidance.

ATTACHMENTS: The following are attached to this CWA Change Order and incorporated herein by this reference.

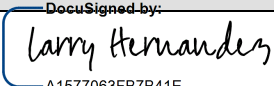
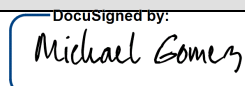
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PRICING CHANGES:	Previous Total CWA Value:	\$2,705,013.50
	Addition or Deduction:	\$0.00 (zero)
	Revised Total CWA Value:	\$2,705,013.50

All other terms and conditions of the CWA, as it may have been amended by previous CWA Change Order(s), if any, shall remain the same.

THE PARTIES, BY SIGNATURE OF THEIR AUTHORIZED REPRESENTATIVES, HEREBY AGREE TO THE TERMS OF THIS CWA CHANGE ORDER.

PG&E Corporation ("PG&E Corp.") and Pacific Gas and Electric Company (the "Utility," and, together with PG&E Corp., the "Debtors"), are debtors-in-possession in a proceeding pending under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Northern District of California. Nothing herein shall be deemed to constitute an assumption of the Contract and/or any CWA or a waiver or modification of the Debtors' rights to assume, assume and assign, or reject the Contract and/or any CWA pursuant to section 365 of the Bankruptcy Code. The Debtors hereby reserve all rights available to them under such proceedings. Any amounts paid by the Debtors hereunder must be applied to goods and/or services provided to the Debtors on or after January 29, 2019 (the "Petition Date") and shall not be applied to satisfy Claims (as defined in the Bankruptcy Code) arising prior to the Petition Date.

PACIFIC GAS AND ELECTRIC COMPANY		CONTRACTOR: KPMG LLP	
Signature	 A1677063FB7B41E...	Signature	 6982A1552B97492...
Name	Larry Hernandez	Name	Michael Gomez
Title	Manager, Sourcing Operations	Title	
Date	7/2/2019	Date	7/2/2019



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ADMINISTRATION			
PG&E Negotiator	Steve Murley	Contractor Represent	Michael Gomez
Phone	415-973-5215	Phone	Cell: (202) 999-9383
Email	S6M4@pge.com	Email	michaelgomez@KPMG.com
Accounting Reference			

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	<input type="checkbox"/> Invoice Approver	<input type="checkbox"/> Supervisor
	<input type="checkbox"/> V.P.	<input type="checkbox"/> Sourcing/ Purchasing
	<input type="checkbox"/> Director	<input type="checkbox"/> Law

ATTACHMENT 1

Amendment 1 to CWA No. C14373 Data Security Program 2019/2020 Roadmap Implementation Support

1. DESCRIPTION OF SERVICES

This section is hereby amended by the following additions (indicated by underlining) and deletions (indicated by strikethroughs).

Perform tasks related to introduction of PG&E's selected de-identification tool into PG&E test and production environments and support the configuration of the technology to de-identify on premise structured data ~~(2019)~~, unstructured data ~~(202019)~~, and cloud environments (2020).

2. SCOPE

No changes to this section.

3. APPROACH

This section is hereby amended by the following additions (indicated by underlining) and deletions (indicated by strikethroughs).

Project 4 – De-identification Tool Deployment for Structured Data (2019), Unstructured Data ~~(202019)~~ and Cloud Environments (2020)

The KPMG team will combine data de-identification tool deployment efforts in 2019 and 2020 into one project.

This project will help achieve these goals by performing the following:

- Evaluate current state infrastructure to de-identify and protect data in on-premise structured, unstructured and cloud environments and develop infrastructure deployment plans.
- Define data protection and de-identification requirements for Restricted and Confidential data in production on premise and cloud environments.
- Support expansion of de-identification capabilities to cover on-premise structured, unstructured and cloud environments.

The following table summarizes KPMG's anticipated phases, activities, and deliverables for Project 4:

Internal



PROJECT 4		
Phase	Activities	Deliverables
Current State Analysis of De-Identification Tool Deployment	<ul style="list-style-type: none"> — Draft the following PG&E ITM project deliverables using PG&E ITM templates: <ul style="list-style-type: none"> • Revised project scope and charter, project work plan, and project job estimate • <u>Disaster Recovery Plan</u> — Perform de-identification scope assessment for production environments to quantify the number of unstructured (2019) and cloud (2020) repositories in scope for de-identification implementation — Prepare deployment methodology recommendations for implementing selected de-identification tool in structured and unstructured environments (2019) and <u>unstructured and</u> cloud (2020). — Collaborate with Privacy team to identify the exact de-identification requirements and to define Confidential and Restricted data and incorporate results into deployment plan — Review results of 2018 de-identification product deployment project, and integrate lessons learned and product capability list into capability gap analysis. (2019 and 2020) — Identify and select potential locations for on premise unstructured data (2019) and cloud-based (2020) environments — Analyze suitability of de-identification product capabilities for each environment, and provide a prioritized list of suitable / functional capabilities required on premise unstructured data (2019) and cloud-based (2020) environments 	<ul style="list-style-type: none"> — Revised project scope and charter, project work plan, and project job estimate — <u>Disaster Recovery Plan</u> — De-identification scope assessment for production environments and production deployment methodology recommendations — List of selected data repositories, storage types, and locations for de-identification use case testing
Design Deployment Strategy for Structured Data, Unstructured Data and Cloud Environments	<ul style="list-style-type: none"> — Create a project plan for re-configuration and extension of selected de-identification product for on premise unstructured data (2019) and <u>unstructured data and</u> cloud-based (2020) environments — Provide a list of suggested configurations for de-identification of data in on premise unstructured 	<ul style="list-style-type: none"> — Project plan to modify de-identification product to work with on premise unstructured data, 2019; <u>unstructured data and</u> cloud 2020 — High-level product configuration

Internal



PROJECT 4		
Phase	Activities	Deliverables
	data (2019) and <u>unstructured data and</u> cloud-based (2020) environments	suggestions for on premise un structured data 2019; <u>unstructured data and</u> cloud 2020
Support PG&E Configuration of De-Identification Tool to De-Identify Structured Data, Unstructured and Cloud-Based Data	<ul style="list-style-type: none"> — Assist PG&E with de-identification product reconfiguration effort for on premise unstructured data (2019) and <u>unstructured data and</u> cloud-based (2020) in the PG&E test environment based on developed project plans and provide assistance as needed — Provide a list of observations and issues regarding the completion of the project key success factors — Perform testing of de-identification product configurations, use cases, and scan destination types with sample PII test files and identified use cases in the cloud environment — Deploy changes to de-identification product in test environment to on premise unstructured data (2019) and <u>unstructured data and</u> cloud-based test environments (2020) — Provide requirements for maintenance of the de-identification software outside of normal maintenance activities 	<ul style="list-style-type: none"> — De-identification project configured in test environment to de-identify on premise unstructured data 2019; <u>unstructured data and</u> cloud data 2020. — Test plan based on known data leakage use cases and report of configuration accuracy metrics with additional recommendations — Technical run book, including revised system architecture diagrams, key configuration items, and report of ongoing system maintenance requirements (if any) — Report detailing de-identification test results and recommendations for future improvements outside of project

4. PROJECT TIMELINES

The first timeline, “2019-2020 Data Security Project Master Timeline,” is hereby amended to replace Project 4 “Unstructured data” with “Structured data,” and is further amended to replace Project 4 “Cloud environments” with “Unstructured data and cloud environments.”

The second timeline, “2019 Projects Detailed Timeline” is hereby amended to replace Project 4 “Deidentification Tool Deployment (Unstructured Data)” with “De-identification Tool Deployment (Structured Data).”

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The third timeline, "2020 Projects Detailed Timeline" is hereby amended to replace Project 4 "Deidentification Tool Deployment (Cloud Data)" with "De-identification Tool Deployment (Unstructured Data & Cloud Data)."

5. ENGAGEMENT FEE SCHEDULES

The first paragraph of this section is hereby amended by the following additions (indicated by underlining) and deletions (indicated by strikethroughs):

KPMG shall invoice PG&E for a fixed fee of \$2,362,456.50 (\$1,622,802 in 2019 and \$739,654.50 in 2020) plus expenses. Expenses will be billed at actual cost, including meals and hotels, provided that (i) daily meal expenses will not exceed \$76.00 per day and (ii) hotel expenditures are not subject to a maximum per night limit, however each person must exercise discretion and prudence in connection with hotel expenses. Total expenses will not exceed \$342,557 (\$235,307 in 2019 and \$107,250 in 2020) ~~without~~ the approval of PG&E for the delivery period from January 1, 2019 to December 21, 2020. Each payment will be made upon PG&E's review and acceptance of deliverables from each of the activities and will be paid by PG&E within sixty (60) days of receiving a correct invoice. The payment schedule will be as follows:

The Engagement Fee Schedule for the 2019 Project 4 is hereby amended by the following additions (indicated by underlining) and deletions (indicated by strikethroughs):

YEAR	PROJECT	LINE ITEM	MILESTONE	VALUE (\$USD)
2019	4. De- identification tool deployment for on premise un structured data	1	Revised project scope and charter, project work plan, and project job estimate	\$ 42,044.00
		2	<u>Disaster Recovery Plan De-identification scope assessment for production environments and production deployment methodology recommendations</u>	\$ 84,088.00
		3	List of selected data repositories, storage types, and locations for de-identification use case testing.	\$ 42,044.00
		4	Project plan to modify de-identification product to work with on premise un structured data	\$ 42,044.00
		5	High-level product configuration suggestions for on premise un structured data	\$ 63,066.00
		6	De-identification project configured in test environment to de-identify on premise un structured data 2019; <u>unstructured data and</u> cloud data 2020.	\$ 63,066.00

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	7	Test plan based on known data leakage use cases and report of configuration accuracy metrics with additional recommendations	\$ 31,533.00
	8	Test results	\$ 63,066.00
	9	Technical run book, including revised system architecture diagrams, key configuration items, and report of ongoing system maintenance requirements (if any)	\$ 31,533.00
	10	Report detailing de-identification test results and recommendations for future improvements outside of project	\$ 42,044.00
	Project 4 - 2019 Total		\$ 504,528.00

The Engagement Fee Schedule for the 2020 Project 4 is hereby amended by the following additions (indicated by underlining) and deletions (indicated by strikethroughs):

YEAR	PROJECT	LINE ITEM	MILESTONE	VALUE (\$USD)
2020	4. De-identification tool deployment for <u>unstructured data and cloud environments</u>	1	Revised project scope and charter, project work plan, and project job estimate	\$ 17,823.00
		2	Revised Disaster Recovery Plan-De-identification scope assessment for production environments and production deployment methodology recommendations	\$ 35,646.00
		3	List of selected data repositories, storage types, and locations for de-identification use case testing	\$ 17,823.00
		4	Project plan to modify de-identification product to work with unstructured data <u>and cloud data</u>	\$ 17,823.00
		5	High-level product configuration suggestions for unstructured data <u>and cloud data</u>	\$ 26,734.50
		6	De-identification project configured in test environment to de-identify on premise unstructured data 2019; <u>unstructured data and cloud data 2020.</u>	\$ 26,734.50
		7	Test plan based on known data leakage use cases and report of configuration accuracy metrics with additional recommendations	\$ 13,367.25

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8	Test results	\$ 26,734.50
9	<u>Revised</u> Technical run book, including revised system architecture diagrams, key configuration items, and report of ongoing system maintenance requirements (if any)	\$ 13,367.25
10	Report detailing de-identification test results and recommendations for future improvements outside of project	\$ 17,823.00
Project 4 - 2020 Total		\$ 213,876.00

6. *ENGAGEMENT TEAM*

No changes to this section.

7. *OTHER MATTERS*

No changes to this section.

All other sections of the CWA remain unchanged.

Internal